

1 Sue Stott (Bar No. 91144)
2 Anahit Samarjian (Bar No. 279417)
3 ASamarjian@perkinscoie.com
4 PERKINS COIE LLP
5 Four Embarcadero Center, Suite 2400
6 San Francisco, CA 94111-4131
7 Telephone: 415.344.7000
8 Facsimile: 415.344.7050

9 Attorneys for Defendant
10 REDBOX AUTOMATED RETAIL, LLC, and
11 SAVE MART SUPERMARKETS

12 UNITED STATES DISTRICT COURT
13 NORTHERN DISTRICT OF CALIFORNIA
14 OAKLAND DIVISION

15 LIGHTHOUSE FOR THE BLIND AND
16 VISUALLY IMPAIRED,

17 Plaintiff(s),

18 v.

19 REDBOX AUTOMATED RETAIL, LLC,
20 *et al.*,

21 Defendant(s).

No. 12-cv-00195 PJH

**DECLARATION OF CHARLES
SWANSON IN SUPPORT OF
DEFENDANT SAVE MART
SUPERMARKETS' MOTION TO
DISMISS PLAINTIFFS' COMPLAINT
FOR FAILURE TO STATE A CLAIM
UPON WHICH RELIEF MAY BE
GRANTED**

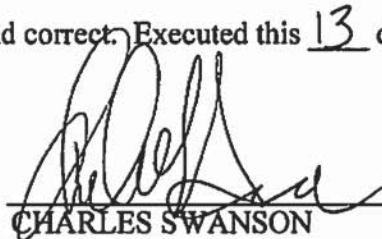
DECLARATION OF CHARLES SWANSON

I, Charles Swanson, declare as follows:

1. I am employed by Save Mart Supermarkets ("Save Mart") as a Director of Store Layout & Space Management. I make this Declaration in support of Save Mart's Motion To Dismiss Plaintiffs' Complaint For Failure To State A Claim Upon Which Relief May Be Granted. I have personal knowledge of the matters stated herein, and would testify to them if called as a witness.

2. One of my job duties include administering the DVD Kiosk Operating Agreement between Save Mart and Redbox Automated Retail, LLC ("Redbox"), dated July 19, 2007, as amended. Attached as Exhibit A is a true and correct copy of the DVD Kiosk Operating Agreement between Redbox Automated Retail LLC and Save Mart Supermarkets, dated July 19, 2007, along with the First, Second, and Third Amendments.

Under 28 U.S.C. section 1746, I declare upon penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 13 day of April, 2012 in Modesto, California.


CHARLES SWANSON